



Board of Trustees Meeting Agenda August 14, 2014

MEETING MINUTES

The Open Session of the Rhode Island Nurses Institute Middle College was called to order at 4:11pm on the above date at 150 Washington Street, Providence, RI, pursuant to the applicable provisions of the Open Meetings Act, so called other APPLICABLE SECTIONS OF THE General Laws of the state of the Rhode Island as amended.

Board Members Present: Donna Policastro, Nancy McMahon, Michael Van Leesten, Christine Rei, Gerald Williams, Charles Alexandre, Joslin Leasca, Jane Williams, Kara Misto

Excused: Angela Patterson

Staff Present: Pamela McCue, CEO, Mike Abney, CFO, Keith Oliveira, COO, Patricia LaSalle, Executive Assistant, Brian Butler, CAO, Matt Plain, Attorney

Guests: Marcella Thompson

- 1. Meeting called to order at 4:11pm by Donna Policastro. A quorum was established.**
- 2. Ms Policastro welcomed all members and each member introduced themselves.**
- 3. Discussion/vote to approve June 5, 2014 meeting minutes.**

On motion of Nancy McMahon and seconded by Michael Van Leesten, the present Board members unanimously voted to accept the minutes of June 5, 2014.

Chair Policastro requested a motion to reorder the agenda, moving old business to immediately following the adoption of the June 5th minutes. On motion of Dr. Leasca, seconded Ms. McMahon, the present board members unanimously voted to reorder the agenda.

4. Old Business

i. Discussion/vote election of Vice Chair of the Board

Dr. Leasca nominated Angela Patterson for Vice Chair of the Board. Ms. Leasca and Chair Policastro informed the Board that Ms. Patterson accepted the nomination and gave permission for her name to be discussed in open session. On motion of Dr. Leasca, seconded by Dr. Williams, the present board members unanimously voted to approve the appointment of Angela Patterson as Vice Chair.

ii. Discussion/vote for appointment to Board of Directors

Michael Van Leesten, nominated Gerald Williams for a Director position of the Board. Mr. Williams was present and accepted the nomination. On motion of Mr. Van Leesten, seconded by Dr. Leasca, the present board members unanimously voted to appoint Gerald Williams as Director to this board.

5. Administrative Reports

i. CEO Report

Pamela McCue presented the CEO Report (attached)

ii. Financial Report

Michael Abney informed the Board that actual revenues exceeded the budget projections in the area of Medicaid reimbursement and grant awards. All, other budget projects seems to be on track.

2013 Financial Audit

Pamela McCue informed the Board that although the 2013 audit was reviewed by the Finance Committee and discussed at a Board meeting, a review of the Board minutes did not reflect an actual vote by the Board to accept this audit. Michael Abney then provided a review of the audit for the Board members noting that the audit was favorable with a finding that RINIMC's internal fiscal structure and management was well defined and implemented.

On motion of Nancy McMahon, seconded by Christine Rei, the present Board members unanimously voted to accept the 2013 Audit.

6. New Business

i. Discussion/vote on RINI Middle College Faculty/Staff Appointments for Academic Year 2014-2015.

On motion of Nancy McMahon, seconded by Christine Rei, the present board members unanimously voted to approve the faculty and staff appointments for the 2014-2015 academic year as presented.

ii. Discussion/vote Brown University/RINIMC Partnership

Pamela McCue introduced Marcella Thompson, RN, PhD to members of the Board. Dr. Thompson informed the Board that she, Pamela McCue and members of the faculty have been in discussions with Brown University in creating a partnership to assist the RINIMC curriculum coordinator in integrating environmental health topics and more nursing knowledge into the RINIMC curriculum. Dr. Thompson informed the Board that the University's mission in this area and the mission of RINIMC are very much aligned. Dr. Thompson also informed the Board that the intent was to seek grant funding for this partnership and a Memorandum of Understanding (MOU) had already been devised. Dr. Williams inquired about the MOU. Ms. McCue informed the Board the "Scope of Work" document had not been finalized and that is where she is looking for consent from the Board. A motion was made by Dr. Leasca and seconded by Dr. Williams to table the discussion on this partnership until the Board had a chance to review the MOU.

A motion was made by Nancy McMahon and seconded by Joslin Leasca to amend the agenda and move into Executive Session before finalizing the discussion of new business. The present board members unanimously voted to reorder the agenda and move into Executive Session pursuant to 42-46-4 and 42-46-5(a)(5) of the Rhode Island General Laws for the discussion or consideration related to the acquisition or lease of real property for public purposes and litigation.

7. Convene to Executive Session pursuant to R.I.G.L. 42-46-5(a)(5) for discussion or considerations related to the acquisition or lease of realty property and litigation

Donna Policastro called the Open Session back to order at 5:55pm.

Vote to Seal Minutes of Executive Session Pursuant to Sections of 42-46-5 of the Rhode Island General Laws.

On motion of Nancy McMahon and seconded by Kara Misto, the present Board members unanimously voted to keep confidential all matters discussed in the Executive Session and to seal those minutes.

New Business (continued)

- iii. Discussion/vote to appoint members of the RINIMC Building Committee
On motion of Nancy McMahon, seconded by Kara Misto, the present board members unanimously voted to approve Michael Van Leesten as the Chair the Building Committee.
- iv. Discussion/vote to create a RINIMC Alumni Association
On motion Christine Rei, seconded by Nancy McMahon, the present board members unanimously voted to table this agenda item until 9/11/14.
- v. Discussion/vote to appoint RINIMC Finance Committee
On motion Christine Rei, seconded by Nancy McMahon, the present board members unanimously voted to table this agenda item until 9/11/14.
- vi. Discussion/vote to appoint RINIMC Fundraising Committee
On motion Christine Rei, seconded by Nancy McMahon, the present board members unanimously voted to table this agenda item until 9/11/14.
- vii. Discussion/vote RINIMC Teacher Evaluation Policy
On motion of Christine Rei, seconded by Charles Alexandre, the present board members unanimously voted to approve the Teacher's Evaluation Policy
- viii. Charter Renewal Process
The Department of Education, office of Transformation will contact Mrs. McCue by the end of August 2014 to set up a meeting to discuss what the charter renewal process will look like in year 4. A decision of whether our charter will be renewed is expected by June 2015.
- ix. Discussion/vote on Board of Trustees meeting calendar for 2014-2015
On motion Christine Rei, seconded by Nancy McMahon, the present board members unanimously voted to table this agenda item until 9/11/14. All members were directed to bring their calendars.

8. Announcements for the good and welfare of the organization

No announcements were made.

9. Open public comment period- no public comments were made.

10. Adjournment

On motion of Dr. Leasca, seconded by Dr. Williams, it was unanimously voted to adjourn at 5:59pm.